

# Exhibit D

From: Joan Gallos <JGallos@wheelock.edu>  
Date: Friday, August 19, 2016 at 11:17 PM  
To: David Chard <DChard@wheelock.edu>

Cc: Eric Silverman <esilverman@wheelock.edu>, Gail Dines <gdines@wheelock.edu>, Ann Olivarius <AOlivarius@mcclaw.com>  
Subject: Your offer today

Dear David:

After our conversation this afternoon, I debriefed with my lawyer and reflected on your offer.

While I appreciate finally receiving one from the College, I decline your current offer. As you now see from the comparable legal decisions in similar cases I shared (and then forwarded electronically to you), it does not do justice to the depth and extent of the illegal harms done to me. Should there be those who still do not understand what they are, I refer them to my EEOC filing; and I am sure you can now provide additional details and examples from our conversations about the hostile treatment and race-based discrimination.

I also conferred with Eric and Gail this evening. In good faith and in the best interests of the College, we collectively propose the following for immediate action in order to avoid further escalation, three federal law suits dropping the first week of classes, and the complete catastrophe we discussed they would bring to the College and your presidency:

1. We invite Wheelock to join us and our attorney for settlement and/or mediation discussions as soon as immediately possible, at which time we will work through our individual proposals to bridge gaps and to mediate and broker final settlements. If it makes sense, we can meet immediately (and as soon as tomorrow, Saturday) to begin drafting a "statement of settlement principles" to guide the above discussions. With that, we may be able to move directly into settlement discussions without the use of a mediator.
2. Should Wheelock prefer to use mediation to reach resolution, we do have a list of world-class mediators ready to go with dates of their availability within the next week, as urgency requires us to complete full resolution of our claims before the law-mandated deadline for filing in federal court. The very last date for filing is September 15, and we cannot and will not wait until the last minute to file. We aim to file on or about September 9; and September 1, as discussed, is when our team's full attention turns to the preparation of those filings. We can send you the list of mediators or Mr. Hirsch can get a copy from our attorney.
3. If Wheelock thinks it needs someone the Board can trust in addition to Jeff Hirsch and Ann Olivarius at the table, we recommend Dan Cohn -- a respected Boston-based and world-renowned practicing attorney and Fellow at both Harvard and Yale with a sterling reputation as a senior lawyer and impeccable integrity and credentials. We would expect Wheelock to pick up the cost of Mr. Cohn's involvement in addition to those of our attorney, Mr. Hirsch, and a mediator (if used).

As we all recognize, there is absolute urgency to our coming together if we are to save the College. We guarantee that we will bring our best efforts and affection for Wheelock to the process, and hope that the College will do the same.

We are prepared to begin and meet as early as tomorrow.

Again, I am sorry, David, that all this landed on your plate as you assume the Wheelock presidency already under the toughest of conditions.

Kindest regards, J

Joan V. Gallos  
Professor of Leadership